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Attorneys for Burlington Northern and  
Santa Fe Railway Company

**BEFORE THE ARIZONA CORPORATION COMMISSION**

IN THE MATTER OF THE APPLICATION  
OF THE ARIZONA DEPARTMENT OF  
TRANSPORTATION TO UPGRADE AN  
EXISTING CROSSING OF THE  
BURLINGTON NORTHERN AND SANTA  
FE RAILWAY AT 35<sup>TH</sup> AVENUE AND  
U.S. 60 IN THE CITY OF PHOENIX,  
MARICOPA COUNTY, ARIZONA, AT  
AAR/DOT NO. R1531C106.

DOCKET NO. RR-02635B-07-0437

**NOTICE OF APPEARANCE**

Undersigned counsel hereby files this Notice of Appearance on behalf of  
Burlington Northern and Santa Fe Railway Company in the above-captioned matter.

RESPECTFULLY SUBMITTED this 21<sup>st</sup> day of December, 2007.

FENNEMORE CRAIG, P.C.

Arizona Corporation Commission  
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FILED BY *mm*

By

*[Signature]*

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1 An **ORIGINAL** and 13 copies of the  
2 foregoing were hand-delivered this  
3 21 day of December, 2007 to:

4 Docket Control  
5 Arizona Corporation Commission  
6 1200 West Washington  
7 Phoenix, AZ 85007

8 Christopher Kempley, Chief Counsel  
9 Legal Division  
10 Arizona Corporation Commission  
11 1200 West Washington Street  
12 Phoenix, AZ 85007

13 **COPIES** of the foregoing  
14 were mailed to:

15 David Raber, Director  
16 Railroad Safety Section  
17 Arizona Corporation Commission  
18 1200 West Washington Street  
19 Phoenix, AZ 85007

20 John Syers  
21 Railroad Engineering Coordinator  
22 Arizona Department of Transportation  
23 205 S. 17th Avenue, Mail Drop 618E  
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25 By: Maria Sanjore

26 2013503.1/83510.428